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March 9, 2001

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RECEIVED

MAR 9 2001

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: IB Docket No. 00-187 - Amendment to Transfer of Control
Application, FCC Form 603, ULS File No. 0000315934:
VoiceStream Wireless Corporation, Transferor; Deutsche Telekom
AG, Transferee; Iowa Wireless Holding Corporation, Licensee

Dear Ms. Salas:

Enclosed for the record is a copy of a minor Amendment, submitted today, March 9, 2001, via the Universal Licensing System, to the above-referenced transfer of control application by VoiceStream Wireless Corporation and Deutsche Telekom AG. A paper copy of the Amendment has been served on the parties listed on the attached service list.

Please contact undersigned counsel for VoiceStream Wireless Corporation with any questions regarding the transferor and William R. Richardson, Jr., at (202) 663-6038, with any questions regarding the transferee.

Respectfully submitted,



Louis Gurman
Counsel to VoiceStream Wireless Corp.

Enclosures

cc: (w/encl.) Attached Service List

No. of Copies rec'd 013
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AMENDMENT

Out of an abundance of caution, VoiceStream Wireless Corporation ("VoiceStream"), and Deutsche Telekom AG ("DT") (collectively, "Applicants"), with the consent of Iowa Wireless Services Holding Corporation ("Iowa Wireless"), hereby amend the instant application to withdraw their request for *pro forma* treatment of the subject transfer of control.

As set forth in Exhibit 1 "Description of the Transaction and Public Interest Considerations," VoiceStream seeks Commission consent to transfer control to DT of its indirect limited partnership interest in Iowa Wireless. Iowa Wireless is the licensee of five (5) personal communications services to provide service in Des-Moines-Quad Cities, Iowa (WPOH984), Marshalltown, Iowa (KNLH769), Mason City, Iowa (KNLG770), Burlington, Iowa (KNLH741), and Clinton, Iowa-Sterling, Illinois (KNLH743).

In Exhibit 1, Applicants asserted that the proposed transfer of VoiceStream's indirect limited partnership interest was *pro forma* in nature and subject to forbearance from prior Commission approval under Section 310(d) of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 310(d), and Section 1.948(c)(1) of the Commission's Rules, 47 C.F.R. § 1.948(c)(1). The same position was taken by the licensee Iowa Wireless in a Petition for Declaratory Ruling under Sections 310(b)(4) and 310(d) of the Act.¹ By this amendment, however, Applicants -- with the licensee's consent -- withdraw their request for *pro forma* treatment. By subjecting the application to the full 30 day public notice period for substantial transfers of control, Applicants seek to moot any question regarding the appropriate manner in which this application should be processed under the Commission's rules.

¹ See *In the Matter of Iowa Wireless Services Holding Corporation*, File No. ISP-PDR-20010105-00003, Petition for Declaratory Ruling Under Section 310(b)(4) of the Communications Act of 1934, as Amended (filed Jan. 5, 2001); see also Public Notice, *Five Entities Seek Declaratory Ruling Pursuant to Section 310(b)(4) Allowing Indirect Foreign Ownership Resulting from the Proposed Acquisition of VoiceStream Wireless Corporation by Deutsche Telekom, AG, and Iowa Wireless Seeks Declaratory Ruling Pursuant to Section 310(d)*, IB Docket No. 00-187 (rel. Feb. 1, 2001).

CERTIFICATE OF SERVICE

I, Lourdes C. Dodson, secretary at the law firm of Morrison & Foerster, LLP, do hereby certify that on this 9 th day of March, 2001, I caused true and correct copies of the foregoing Amendment to be served by hand via messenger (where indicated) or by first-class mail, postage pre-paid, upon the following parties:

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